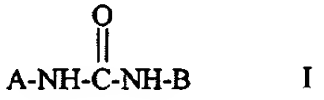
The listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A method for the treatment of cancerous cell growth ~~mediated by raf kinase~~ comprising administering a compound of formula I



A-NH-C-NH-B I

wherein B is phenyl substituted by -Y-Ar ~~, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl,~~ and optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n, wherein n is 0-3 and each X is independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_1-C_{10} alkoxy, C_3-C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per halo-substituted C_1-C_{10} alkyl, up to per halo-substituted C_2-C_{10} alkenyl, up to per halo-substituted C_1-C_{10} alkoxy, up to per halo-substituted C_3-C_{10} cycloalkyl, ~~and Y-Ar~~;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_3-C_{10} cycloalkyl, up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_2-C_{10} alkenyl and up to per-halosubstituted C_3-C_{10} cycloalkyl,

wherein Y is - O-, or -S-, ~~$-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5-NR^{5'}-$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a-$, $-CX^a{}_2-$, $-S(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,~~

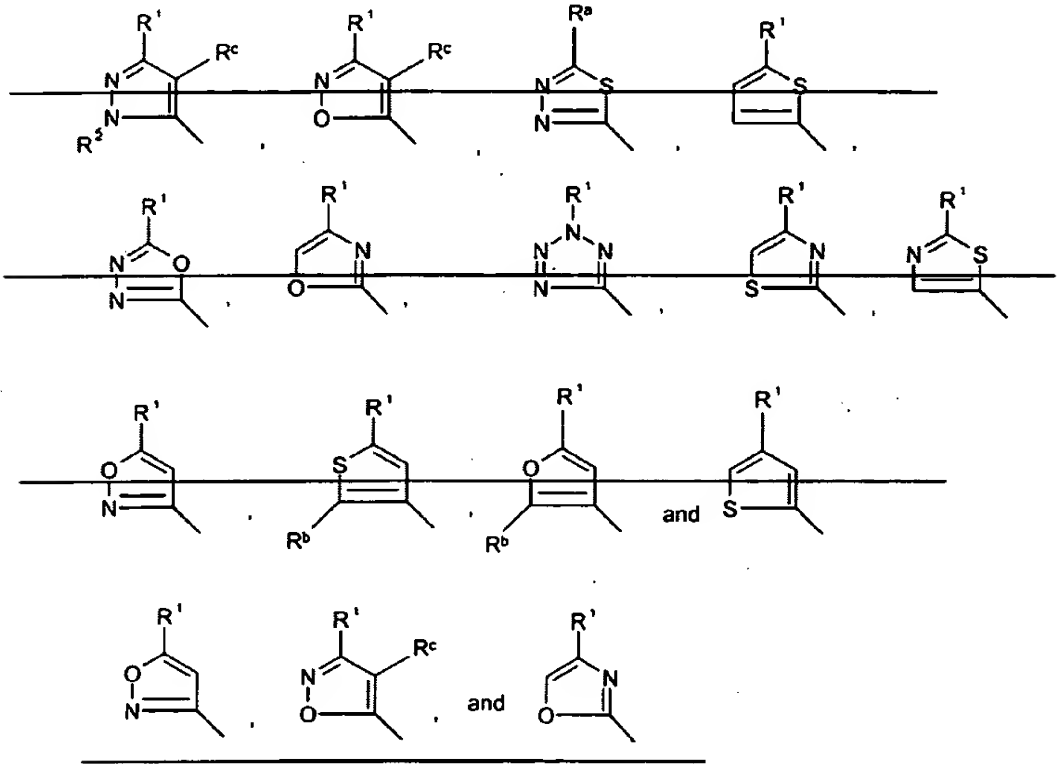
~~m = 1-3, and X^a is halogen; and~~

Ar is phenyl, or pyridinyl, ~~pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl,~~ optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1}, wherein n1 is 0 to 3 and

each Z is independently selected from the group consisting of –CN, =O, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)-NR^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-C(O)R^5$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $SO_2NR^5R^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxyl, C_3-C_{10} cycloalkyl, up to per halo-substituted C_1-C_{10} alkyl, and up to per halo-substituted C_3-C_{10} cycloalkyl,

and

A is a heteroaryl moiety selected from the group consisting of



wherein

R^1 is selected from the group consisting of halogen, C_3-C_{10} alkyl, C_3-C_{10} cycloalkyl, C_1-C_{13} heteroaryl, C_{6-14} aryl, C_{7-24} alkaryl, up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_3-C_{10} cycloalkyl, up to per-halosubstituted C_1-C_{13} heteroaryl, up to per-halosubstituted C_{6-14} aryl, and up to per-halosubstituted C_{7-24} alkaryl;

~~R^2 is selected from the group consisting of H, $-C(O)R^4$, $-CO_2R^4$, $-C(O)NR^3R^{3'}$, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, C_7-C_{24} alkaryl, C_4-C_{23} alkheteroaryl, substituted C_1-C_{10} alkyl, substituted C_3-C_{10} cycloalkyl, substituted C_7-C_{24} alkaryl and substituted C_4-C_{23} alkheteroaryl,~~

~~where R^2 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of –CN, $-CO_2R^4$, $-C(O)NR^3R^{3'}$, $-NO_2$, $-OR^4$, $-SR^4$, and halogen up to per halosubstitution,~~

~~wherein R^3 and $R^{3'}$ are independently selected from the group consisting of H, OR^4, SR^4, $NR^4R^{4'}$, $C(O)R^4$, CO_2R^4, $C(O)NR^4R^{4'}$, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, , phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_3-C_{10} cycloalkyl, and up to per-halosubstituted, phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl; and~~

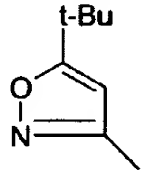
~~wherein R^4 and $R^{4'}$ are independently selected from the group consisting of H, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_3-C_{10} cycloalkyl, and up to per-halosubstituted, phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl~~

~~R^a is C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, up to per-halosubstituted C_1-C_{10} alkyl and up to per-halosubstituted C_3-C_{10} cycloalkyl; and~~

~~R^b is hydrogen or halogen,~~

R^c is hydrogen, halogen, C_1-C_{10} alkyl, up to per-halosubstituted C_1-C_{10} alkyl or combines with R^1 and the ring carbon atoms to which R^1 and R^c are bound to form a 5- or 6-membered cycloalkyl, aryl or hetaryl ring with 0-2 members selected from O, N and S;

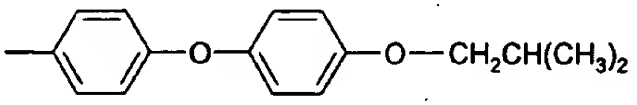
subject to the proviso that where A is



B is not

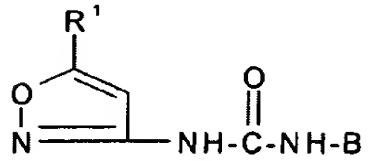
wherein n = 2-4,

or



2-8. (Cancelled)

9. (Original) A method as in claim 1 comprising administering a compound



of the formula

wherein R^1 and B are as defined in claim 1.

10. (Cancelled)

11. (Currently Amended) A method as in claim 1 comprising administering a compound selected from the group consisting of:

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-acetylphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-benzoylphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-phenyloxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methylaminocarbonylphenyl)-thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-(1,2-methylenedioxy)phenyl)-oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridyl)thiophenyl)urea;

~~*N*-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)methylphenyl)urea;~~

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-methyl-3-pyridinyl)oxyphenyl)urea; and

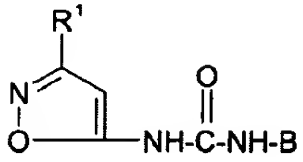
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)oxyphenyl)urea; ~~and~~

~~*N*-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(2-benzothiazolyl)oxyphenyl)urea~~

and pharmaceutically acceptable salts thereof.

12. (Previously Presented) A method as in claim 9, wherein R^1 is t-butyl.

13. (Original) A method as in claim 1 comprising administering a compound of the formula



wherein R^1 and B are as defined in claim 1.

14. (Cancelled)

15. (Currently Amended) A method as in claim 1 comprising administering a compound selected from the group consisting of

N-(3-Isopropyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;

N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-methoxyphenyl)oxyphenyl)urea;

~~*N*-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(5-(2-(4-acetylphenyl)oxy)pyridinyl)urea;~~

N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

~~*N*-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)methylphenyl)urea;~~

N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;

N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-methyl-3-pyridinyl)oxyphenyl)urea;

~~*N*-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(3-(2-benzothiazolyl)oxyphenyl)urea;~~

N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-methylphenyl)oxyphenyl)urea;

N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;

~~*N*-(3-(1,1-Dimethylpropyl-5-isoxazolyl)-*N'*-(5-(2-(4-methoxyphenyl)oxy)pyridinyl)urea;~~

N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea; and

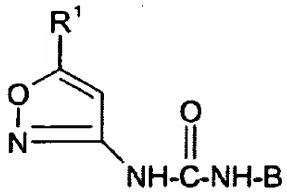
N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

and pharmaceutically acceptable salts thereof.

16. (Original) A method as in claim 13, wherein R^1 is t-butyl.

17-36. (Cancelled)

37. (Withdrawn and Currently Amended) A compound of the formula



wherein R^1 is selected from the group consisting of C_3-C_6 alkyl, ~~C_3-C_6~~ C_3-C_{10} cycloalkyl, up to per-halosubstituted C_3-C_6 alkyl and up to per-halosubstituted C_3-C_{10} cycloalkyl;

B is phenyl substituted by X, ~~pyridinyl, indolinyl, isoquinolinyl, quinolinyl or naphthyl which is substituted by X,~~ and optionally substituted by halogen, up to per-halosubstitution, and optionally substituted by X^1_n wherein n = 0-2;

each X^1 is independently selected from the group of X or from the group consisting of –CN, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-NO_2$, $-NR^5R^{5'}$, C_1-C_{10} alkyl, C_{2-10}-alkenyl, C_{1-10}-alkoxy, C_3-C_{10} cycloalkyl, and C_6-C_{14} and

X is ~~selected from the group consisting of $-SR^5$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, C_3-C_{13} heteroaryl, substituted C_1-C_{10} alkyl, substituted C_{2-10} alkenyl, substituted C_{1-10} alkoxy, substituted C_3-C_{10} cycloalkyl, substituted C_6-C_{14} aryl, substituted C_3-C_{13} heteroaryl, and~~ –Y-Ar, ~~and~~

wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, NO_2, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$ and halogen up to per-halosubstitution;

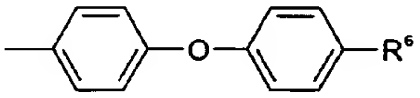
wherein R^5 and $R^{5'}$ are independently selected from H, C_1-C_{10} alkyl, C_{2-10}-alkenyl, C_3-C_{10} cycloalkyl, C_6-C_{14} aryl, C_3-C_{13} heteroaryl, C_7-C_{24} alkaryl, C_4-C_{23} alkheteroaryl, up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_{2-10}-alkenyl, and up to per-halosubstituted C_3-C_{10} cycloalkyl, ~~wherein~~

Y is - O-, or -S-, ~~$-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5R^{5'}-$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a-$, $-CX^a_2-$, $-S-(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$;~~

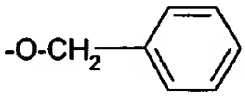
~~$m = 1-3$, and X^a is halogen;~~ and

Ar is ~~wherein B is~~ phenyl, or pyridinyl, ~~pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl,~~ which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{nl}, wherein nl is 0 to 3 and each Z is independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)R^5$, =O, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, C_3-C_{10} cycloalkyl, substituted C_1-C_{10} alkyl, and substituted C_3-C_{10} cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, =O, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxyl, and C_3-C_{10} cycloalkyl,

subject to the proviso that where R^1 is t-butyl, B is not



wherein R^6 is -NHC(O)-O-t-butyl, -O-n-pentyl, -O-n-butyl, -O-n-propyl, $-C(O)NH-(CH_3)_2$, $-OCH_2CH(CH_3)_2$, or



38-40. (Cancelled)

41. (Withdrawn and Currently Amended) A compound as in claim 37 selected from the group consisting of:

N-(5-*tert*-Butyl-3-isoxazolyl)-*N*'-(4-(4-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N*'-(4-(3-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-acetylphenyl)oxyphenyl)urea;

~~*N*-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-benzoylphenyl)urea;~~

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-phenyloxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methylaminocarbonylphenyl)-thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-(1,2-methylenedioxy)phenyl)-oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridyl)thiophenyl)urea;

~~*N*-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)methylphenyl)urea;~~

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-methyl-3-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)oxyphenyl)urea;

~~*N*-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(2-benzothiazolyl)oxyphenyl)urea;~~

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(2-methyl-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

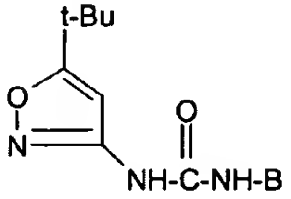
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea; and

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(3-methylcarbamoyl)phenyl)oxyphenyl) urea;

and pharmaceutically acceptable salts thereof.

42. (Withdrawn and Currently Amended) A compound of the formula



wherein B is as defined in claim 37 ~~5-methyl-2-thienyl or selected from the group consisting of phenyl, or pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, substituted one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n;~~

~~wherein n is 0-3 and each X is independently selected from the group consisting of CN, CO_2R^5, $C(O)NR^5R^{5'}$, $C(O)R^5$, NO_2, OR^5, SR^5, $NR^5R^{5'}$, $NR^5C(O)OR^{5'}$, $NR^5C(O)R^{5'}$, C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_1-C_{10} alkoxy, C_3-C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl, up to per halo-substituted C_1-C_{10} alkyl, up to per halo-substituted C_2-C_{10} alkenyl, up to per halo-substituted C_1-C_{10} alkoxy and, up to per halo-substituted C_3-C_{10} cycloalkyl,~~

~~wherein R^5 and $R^{5'}$ are independently selected from H, C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_3-C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_2-C_{10} alkenyl, and up to per-halosubstituted C_3-C_{10} cycloalkyl,~~

~~wherein Y is O, or S, $N(R^5)$, $(CH_2)_m$, C(O), CH(OH), $(CH_2)_mO$, $NR^5C(O)NR^5NR^{5'}$, $NR^5C(O)$, $C(O)NR^5$, $(CH_2)_mS$, $(CH_2)_mN(R^5)$, $O(CH_2)_m$, CHX^a, CX^a_2, S $(CH_2)_m$ and $N(R^5)(CH_2)_m$,~~

~~m = 1-3, and X^a is halogen; and~~

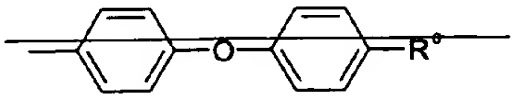
~~Ar is phenyl, or pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by~~

~~halogen up to per-halosubstitution and optionally substituted by Z_{n1};~~

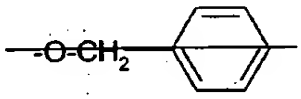
~~wherein n1 is 0 to 3 and each Z is independently selected from the group consisting of –CN, =O, CO_2R^5, $C(O)NR^5R^{5'}$, $C(O)NR^5$, NO_2, OR^5, SR^5, $NR^5R^{5'}$, $NR^5C(O)OR^{5'}$, $C(O)R^5$, $NR^5C(O)R^{5'}$, SO_2R^5, $SO_2NR^5R^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxyl, C_3-C_{10} cycloalkyl, up to per-halo-substituted C_1-C_{10} alkyl and up to per-halo-substituted C_3-C_{10} cycloalkyl;~~

~~subject to the provise that~~

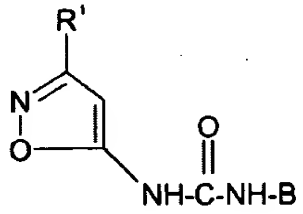
~~B is not~~



~~wherein R^6 is NHC(O)-O-t-butyl, O-n-pentyl, O-n-butyl, O-n-propyl, $C(O)NH(CH_3)_2$, $OCH_2CH(CH_3)_2$, or~~



43. (Currently Amended) A compound of the formula



wherein R^1 is selected from the group consisting of C_3-C_6 alkyl, C_3-C_6 cycloalkyl, up to per-halosubstituted C_3-C_6 alkyl, and up to per-halosubstituted C_3-C_6 cycloalkyl, and

B is phenyl, ~~pyridinyl, indolinyl, isoquinolinyl, quinolinyl or naphthyl,~~ which is substituted by X, and optionally substituted by halogen, up to per-halosubstitution, and optionally substituted by X^1_n, wherein n = 0-2;

each X^1 is independently selected from the group of X or from the group consisting of –CN, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-NO_2$, $-NR^5R^{5'}$, C_1-C_{10} alkyl, $C_{2\text{-}10}$-alkenyl, $C_{1\text{-}10}$-alkoxy, C_3-C_{10} cycloalkyl, C_6-C_{14} aryl and C_7-C_{24} alkaryl, and

X is -Y-Ar, ~~selected from the group consisting of SR^5, $NR^5C(O)OR^{5'}$, $NR^5C(O)R^{5'}$;~~

~~C_3-C_{13} heteroaryl, substituted C_1-C_{10} alkyl, substituted C_{2-10} alkenyl, substituted C_{1-10} alkoxy, substituted C_3-C_{10} cycloalkyl, substituted C_6-C_{14} aryl, substituted C_3-C_{13} heteroaryl, and –Y-Ar,~~ and wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of –CN, CO_2R^5, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, NO_2, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$ and halogen up to per-halosubstitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1-C_{10} alkyl, C_{2-10}-alkenyl, C_3-C_{10} cycloalkyl, C_6-C_{14} aryl, C_3-C_{13} heteroaryl, C_7-C_{24} alkaryl, C_4-C_{23} alkheteroaryl, up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_{2-10}-alkenyl, and up to per-halosubstituted C_3-C_{10} cycloalkyl, wherein

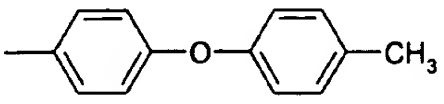
Y is - O-, or -S-, ~~$-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5R^{5'}-$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a-$, $-CX^a{}_2-$, $-S(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,~~

~~$m = 1$-3, and X^a is halogen; and~~

Ar is phenyl, or pyridinyl, ~~pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl,~~ which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1}, wherein nl is 0 to 3 and each Z is independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)R^5$, =O, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, C_3-C_{10} cycloalkyl, substituted C_1-C_{10} alkyl, and substituted C_3-C_{10} cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of –CN, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, =O, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^{5'}$ and $-NR^5C(O)OR^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxyl, and C_3-C_{10} cycloalkyl,

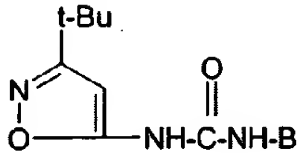
and where R^1 is $-CH_2$-t-butyl,

B is not



44-45. (Cancelled)

46. (Withdrawn and Currently Amended) A compound of the formula



wherein B is as defined in claim 43 ~~1~~.

47-79. (Cancel)

80. (New) A method according to claim 1, wherein the cancerous cell growth is mediated by raf kinase.